

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE ALTA MESA RESOURCES, INC.
SECURITIES LITIGATION

Case No. 4:19-cv-00957

Judge George C. Hanks, Jr

**CLASS REPRESENTATIVES' UNOPPOSED MOTION FOR ENTRY OF AN
ORDER APPROVING NOTICE OF PENDENCY OF CLASS ACTION, NOTICE
PROCEDURES AND APPOINTMENT OF NOTICE ADMINISTRATOR**

Class Representatives FNY Partners Fund LP, FNY Managed Accounts, LLC, Paul J. Burbach, United Association National Pension Fund (f/k/a Plumbers and Pipefitters National Pension Fund) and Camelot Event Driven Fund (collectively, “Plaintiffs”) respectfully request that the Court approve giving Notice to the Class of the pendency of this action, approve the Notice procedures to be used, and appoint JND Legal Administration (“JND”) as Notice Administrator, all for the reasons set forth below:

1. Pursuant to the Court’s Order dated January 24, 2022, the Court certified this securities case as a class action to proceed on behalf of the following Class:

(a) All persons and entities that held shares of Alta Mesa (Silver Run II) common stock (CUSIP 02133L109; ticker “SRUN”), and/or Silver Run II Units (“Silver Run Units”) (CUSIP 82812A202; ticker “SRUNU”) on the January 22, 2018 record date that were entitled to vote on Alta Mesa’s proposed transaction with AMH and Kingfisher (the “Section 14a Class Members”);

(b) All persons and entities that purchased or otherwise acquired Alta Mesa (Silver Run II) common stock (CUSIP 02133L109; ticker “SRUN”), Alta Mesa (Silver Run II) warrants (CUSIP 02133L117; ticker “SRUNW”) and/or Silver Run II Units (“Silver Run Units”) (CUSIP 82812A202; ticker “SRUNU”) on or after August 16, 2017 and prior to the closing of the Business Combination on February 9, 2018 (the “Silver Run Class Members”); and

(c) All persons and entities that purchased or otherwise acquired Alta Mesa common stock (CUSIP 02133L109; ticker “AMR”) or Alta Mesa warrants (CUSIP

02133L117; ticker “AMRWW”) (other than those automatically converted from Silver Run Units by operation of the Business Combination) between the February 9, 2018 closing of the Business Combination and May 17, 2019 (inclusive) (the “Alta Mesa Class Members”).¹

2. Plaintiffs have been appointed Class Representatives and Robbins Geller Rudman & Dowd LLP and Entwistle & Cappucci LLP have been appointed Class Counsel.

3. Plaintiffs respectfully request that, pursuant to Fed. R. Civ. P. 23(c)(2)(B), the Court approve the Notice of Pendency of Class Action, the Summary Notice of Pendency of Class Action, and the Postcard Notice, attached hereto as Exhibits “A,” “B,” and “C,” respectively, for dissemination to all Class members, as well as the proposed instruction letter to Broker-Dealers regarding omnibus and nominee accounts, attached hereto as Exhibit “D.” Plaintiffs submit that all absent Class members should receive notice of the status of this certified action, and be provided with the right and opportunity

¹ For the avoidance of doubt, the three above categories are not mutually exclusive. Excluded from the Class are the following: (i) Defendants; (ii) the officers and directors of Alta Mesa, Silver Run II, Alta Mesa Holdings, LP, Kingfisher Midstream, LLC and the Control Entity Defendants during the Class Period (the “Excluded Officers and Directors”); (iii) members of the immediate families of the Individual Defendants and of the Excluded Officers and Directors; (iv) any entity in which any Defendants, any Excluded Officer or Director or any of their respective immediate family member has and/or had during the Class Period a controlling interest; (v) Defendants’ liability insurance carriers; (vi) any affiliates, parents, or subsidiaries of Alta Mesa, Silver Run II, AMH, KFM or the Control Entity Defendants; (vii) all Alta Mesa, Silver Run II, AMH, KFM, and Control Entity Defendants’ plans that are covered by ERISA; and (viii) the legal representatives, heirs, agents, affiliates, successors-in-interest or assigns of any excluded person or entity, in their respective capacity as such.

to opt out of this action, prior to the commencement of trial, and be informed of the implications of exercising that right.

4. As is customary in similar securities class actions, Plaintiffs submit that the notice of pendency of this litigation should be given by: (a) mailing a Postcard Notice directly to all Class members who can be reasonably identified, based on shareholder information received from Defendant Alta Mesa Resources, Inc. (“Alta Mesa”) and through mailings to brokers, banks, and other nominees who hold securities on behalf of their clients; (b) publishing a Summary Notice in the newspapers *Investor’s Business Daily* and *The Wall Street Journal*; (c) issuing the Summary Notice via a national newswire service; and (d) establishing a website and toll-free phone number for the litigation. The [Proposed] Order provides for each of these forms of Notice to the Class.

5. The proposed procedure for giving notice to the Class complies with the requirements of due process and with Rule 23 of the Federal Rules of Civil Procedure and constitutes the best notice practicable under the circumstances. *See Silver Buckle Mines, Inc. v. United States*, 2024 WL 659948 at *3 (Fed. Claims Ct.) (Feb. 16, 2024) (approving notice by postcard and establishment of website); *Celeste v. Intrusion Inc.*, 2022 WL 17736350, at *8 (E.D. Tex. Dec. 16, 2022) (finding mailed postcard notice and publication satisfied due process and Rule 23); *In re Forterra Inc. Sec. Litig.*, 2020 WL 4727071, at *2 (N.D. Tex. Aug. 12, 2020) (same).

6. Alta Mesa has provided Class Counsel with transfer records regarding AMR shareholders for the purposes of effectuating class-wide notice. The Notice Administrator will submit this list to the National Change of Address registry maintained by the United

States Postal Service requesting updated address information. Any updated address information will be included in the data file used to complete the mailing of the Notice.

7. Plaintiffs request that Class members be given forty-five (45) days from the time of mailing of the Notice to opt-out of this action. If mailed and published in accordance with the proposed schedule, Class members will be afforded a reasonable amount of time prior to trial to opt-out of the Class if they so desire.

8. Class Counsel have conferred with counsel for Defendants regarding the Notice content and methods of dissemination requested herein. Defendants do not oppose the forms of Notice attached hereto or the methods of dissemination.

9. Class Counsel recommend and request that JND be appointed Notice Administrator. JND is a prominent and nationally recognized leader in the claims and notice administration field, and is able and willing to take on the responsibilities of serving as the Notice Administrator. *See* www.jndla.com. Defendants do not have any objection to the appointment of JND as the Notice Administrator.

WHEREFORE, Plaintiffs respectfully request that this Court approve the Notices attached hereto as Exhibits “A,” “B,” “C,” and “D,” approve the manner of dissemination specified herein as being the best notice practicable under the circumstances, and approve Class Counsel’s engagement of JND as Notice Administrator. A [Proposed] Order is submitted herewith.

Dated: February 27, 2024

Respectfully submitted,

/s/ Andrew J. Entwistle

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CERTIFICATE OF SERVICE

I certify that this motion has been served on counsel of record via the Court's ECF system on February 27, 2024.

/s/ Andrew J. Entwistle
Andrew J. Entwistle

CERTIFICATE OF CONFERENCE

I certify that, on February 21, 23 and 26, 2024, counsel for Class Plaintiffs conferred by e-mail with counsel for all parties regarding the substance of this motion. No parties opposed or objected.

/s/ Andrew J. Entwistle
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